

EXHIBIT D

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DISCLOSURE FOR CONFESSION OF JUDGMENT

THE UNDERSIGNED IS EXECUTING ON BEHALF OF DECLARANT, THIS ¹⁴ DAY OF
September, 2024, AN AMENDMENT TO THE FOURTH FORBEARANCE AGREEMENT
("AGREEMENT") OF A PROMISSORY NOTE DATED APRIL 11, 2024, IN THE ORIGINAL AMOUNT OF
\$5,900,000.00 OBLIGATING DECLARANT TO REPAY THE AMOUNT AS STATED IN THE PRIOR
FORBEARANCE AGREEMENTS. THE DECLARANT IS RE-AFFIRMING AND RE-ACKNOWLEDGING
ANY PRIOR OBLIGATIONS.

A. THE UNDERSIGNED UNDERSTANDS THAT THE AGREEMENT CONTAINS
A CONFESION OF JUDGMENT PROVISION THAT WOULD PERMIT LENDER TO ENTER JUDGMENT
AGAINST DECLARANT IN COURT, AFTER A DEFAULT ON THE NOTE, WITHOUT ADVANCE NOTICE
TO DECLARANT AND WITHOUT OFFERING DECLARANT AN OPPORTUNITY TO DEFEND AGAINST
THE ENTRY OF JUDGMENT. IN EXECUTING THE AGREEMENT, BEING FULLY AWARE OF
DECLARANT'S RIGHTS TO ADVANCE NOTICE AND TO A HEARING TO CONTEST THE VALIDITY OF
ANY JUDGMENT OR OTHER CLAIMS THAT LENDER MAY ASSERT AGAINST DECLARANT UNDER
THE NOTE, THE UNDERSIGNED, ON BEHALF OF THE DECLARANT, IS KNOWINGLY,
INTELLIGENTLY AND VOLUNTARILY WAIVING THESE RIGHTS, INCLUDING ANY RIGHT TO
ADVANCE NOTICE OF THE ENTRY OF JUDGMENT, AND THE UNDERSIGNED EXPRESSLY AGREES
AND CONSENTS TO LENDER'S ENTERING JUDGMENT AGAINST DECLARANT BY CONFESSION AS
PROVIDED FOR IN ^{DB} CONFESSION OF JUDGMENT PROVISION.

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Initials:

B. THE UNDERSIGNED FURTHER UNDERSTANDS THAT IN ADDITION TO GIVING LENDER
THE RIGHT TO ENTER JUDGMENT AGAINST DECLARANT WITHOUT ADVANCE NOTICE OR A
HEARING, THE CONFESSION OF JUDGMENT PROVISION IN THE AGREEMENT ALSO CONTAINS
LANGUAGE THAT WOULD PERMIT LENDER, AFTER ENTRY OF JUDGMENT, AGAINST WITHOUT
EITHER NOTICE OF A HEARING, THE EXECUTE ON THE JUDGMENT BY FORECLOSING UPON,
ATTACHING, LEVYING ON, TAKING POSSESSION OF OR OTHERWISE SEIZING DECLARANT'S
PROPERTY, IN FULL OR PARTIAL PAYMENTS OF THE JUDGMENT. IN EXECUTING THE
AGREEMENT, BEING FULLY AWARE OF DECLARANT'S RIGHTS TO ADVANCE NOTICE AND A
HEARING AFTER JUDGMENT IS ENTERED AND BEFORE EXECUTION OF THE JUDGMENT, THE
UNDERSIGNED, ON BEHALF OF DECLARANT, IS KNOWINGLY, INTELLIGENTLY AND
VOLUNTARILY WAIVING THESE RIGHTS, AND THE UNDERSIGNED EXPRESSLY AGREES AND
CONSENTS TO LENDER'S IMMEDIATELY EXECUTING ON THE JUDGMENT, IN ANY MANNER
PERMITTED BY APPLICABLE STATE AND FEDERAL LAW, WITHOUT GIVING DECLARANT ANY
ADVANCE NOTICE ^{DB}

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C. AFTER HAVING READ AND DETERMINED WHICH OF THE FOLLOWING STATEMENTS ARE
APPLICABLE, BY ^{DB} LING EACH STATEMENT THAT APPLIES, THE UNDERSIGNED REPRESENTS THAT:

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1. DECLARANT WAS REPRESENTED BY DECLARANT'S OWN
INDEPENDENT COUNSEL IN CONNECTION WITH THE AGREEMENT.
2. A REPRESENTATIVE OF LENDER SPECIFICALLY CALLED THE
CONFESSION OF JUDGMENT PROVISION IN THE AGREEMENT TO DECLARANT'S
ATTENTION.

**THIS DISCLOSURE IS GIVEN UNDER SEAL AND IT IS INTENDED THAT THIS DISCLOSURE IS
AND SHALL CONSTITUTE AND HAVE THE EFFECT OF A SEALED INSTRUMENT ACCORDING
TO LAW.**

DocuSigned by:

Daryl Heller
6023BE663DC74C1
Heller Investment Holdings LLC